

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

BRASON LEE, Derivatively On Behalf
Of THE CHEMOURS COMPANY,

Plaintiff,

v.

RICHARD H. BROWN, MARK P.
VERGNANO, BRADLEY J. BELL,
CURTIS V. ANASTASIO, MARY B.
CRANSTON CURTIS J. CRAWFORD,
DAWN L. FARRELL, SEAN D.
KEOHANE, and ERIN N. KANE,

Defendants,

THE CHEMOURS COMPANY,

Nominal Defendant.

[Caption continued on next page.]

**STIPULATION AND [PROPOSED] ORDER CONSOLIDATING RELATED
DERIVATIVE ACTIONS AND APPOINTING LEAD AND LIAISON COUNSEL**

LESLEY SAVAGE, Derivatively on Behalf)	Civil Action No. 1:20-cv-00995-CFC
of THE CHEMOURS COMPANY,)	
)	
Plaintiff,)	
)	
v.)	
)	
MARK P. VERGNANO, MARK E.)	
NEWMAN, RICHARD H. BROWN,)	
CURTIS V. ANASTASIO, BRADLEY J.)	
BELL, MARY B. CRANSTON, CURTIS)	
J. CRAWFORD, DAWN L. FARRELL,)	
SEAN D. KEOHANE, ERIN N. KANE,)	
and STEPHEN D. NEWLIN,)	
)	
Defendants,)	
)	
-and-)	
)	
THE CHEMOURS COMPANY, a Delaware)	
Corporation,)	
)	
Nominal Defendant.)	
<hr/>		Date Action Filed: July 27, 2020

WHEREAS, there are presently two stockholder derivative actions pending in this District against the Individual Defendants,¹ current and former directors and officers of nominal defendant The Chemours Company ("Chemours" or the "Company") (Chemours, together with the Individual Defendants, are collectively referred to herein as "Defendants"); (i) *Lee v. Brown, et al.*, C.A. No. 1:20-cv-00989-CFC; and (ii) *Savage v. Vergnano, et al.*, C.A. 1:20-cv-00995-CFC (together, the "Related Derivative Actions");

WHEREAS, under Fed. R. Civ. P. 42(a), when actions involve "a common question of law or fact," the Court may "(1) join for hearing or trial any or all matters at issue in the actions; (2) consolidate the actions; or (3) issue any other orders to avoid unnecessary cost or delay";²

WHEREAS, the Related Derivative Actions challenge similar alleged conduct by the Company's directors and executive officers and involve common questions of law and fact;

WHEREAS, the parties therefore respectfully submit that consolidation of the Related Derivative Actions is appropriate;

WHEREAS, to avoid potentially duplicative actions and to conserve the Court's and the parties' resources, the parties agree that the Related Derivative Actions should be consolidated for all purposes, including pre-trial proceedings and trial, into a single consolidated action (hereinafter referred to as the "Consolidated Derivative Action");

¹ "Individual Defendants" refer to Mark P. Vergnano, Mark E. Newman, Richard H. Brown, Curtis V. Anastasio, Bradley J. Bell, Mary B. Cranston, Curtis J. Crawford, Dawn L. Farrell, Sean D. Keohane, Erin N. Kane, and Stephen D. Newlin.

² See *D'Alessandro v. U.S.*, 2005 WL 984352, at *1 (D. Del. Apr. 27, 2005) ("Federal Rule of Civil Procedure 42 provides for consolidation '[w]hen actions involv[e] a common question of law or fact ... to avoid unnecessary costs or delay.'"') *In re Sterling Fin. Corp. Sec. Class Action*, 2007 WL4570729, at *1 (E.D. Pa. Dec. 21, 2007) ("Rule 42(a) grants the court broad discretion to consolidate actions in order to 'facilitate the administration of justice.'").

WHEREAS, in order to realize the efficiencies made possible by consolidation of the Related Derivative Actions, the plaintiffs agree that Robbins LLP shall be designated as Lead Counsel for plaintiffs in the Consolidated Derivative Action;³

WHEREAS, the plaintiffs further agree that Cooch and Taylor, P.A. shall be designated as Liaison Counsel representing plaintiffs in the Consolidated Derivative Action, and Gainey McKenna, & Eggleston shall be appointed as plaintiffs' Executive Committee;

WHEREAS, defendants have no objection to those leadership designations;

WHEREAS, following consolidation, plaintiffs intend to file a consolidated complaint;

WHEREAS, counsel for the parties agree that the response deadlines for all Defendants shall be deferred until after plaintiffs file their anticipated consolidated complaint and shall be set at that time on mutual agreement of the parties; and

WHEREFORE, the parties, through their undersigned counsel, hereby agree, stipulate, and respectfully request that the Court enter an Order as follows:

1. Defendants need not answer, move or otherwise respond to any of the individual complaints filed in the Related Derivative Actions.
2. The following actions shall be consolidated for all purposes, including pre-trial proceedings and trial, into one consolidated action:

<u>Case Name</u>	<u>C.A. No.</u>	<u>Filing Date</u>
<i>Lee v. Brown, et al.</i>	1:20-cv-00989-CFC	July 27, 2020

³ See 9A Charles Alan Wright & Arthur R. Miller, Federal Practice and Procedure: Federal Rules of Civil Procedure §2385 (3d. 2008) (court "may appoint one or more attorneys as liaison counsel, lead counsel, or trial counsel for the consolidated cases" and "assign the designated lawyers specific responsibilities"); Manual for Complex Litigation §10.22 (4th ed. 2004) ("[i]nstituting special procedures for coordination of counsel early in the litigation will help to avoid" waste of time and money, confusion and misdirection of the litigation, and undue burdens on the court).

Savage v. Vergnano, et al.

1:20-cv-00995-CFC

July 27, 2020

3. Every pleading filed in the Consolidated Derivative Action, or in any separate action included herein, must bear the following caption:

**IN THE UNITED STATES DISTRICT COURT
DISTRICT OF DELAWARE**

IN RE THE CHEMOURS COMPANY
STOCKHOLDER DERIVATIVE
LITIGATION

This Document Relates To:

ALL ACTIONS.

Lead C.A. No.: 1:20-cv-00989-CFC

(Consolidated with C.A. No. 1:20-cv-00995-CFC)

4. The files of the Consolidated Derivative Action will be maintained in one master file under Lead C.A. No. 1:20-cv-00989-CFC.

5. Lead Counsel for plaintiffs for the conduct of *In re The Chemours Company Stockholder Derivative Litigation*, Lead C.A. No. 1:20-cv-00989-CFC shall be:

ROBBINS LLP
BRIAN J. ROBBINS
CRAIG W. SMITH
ERIC M. CARRINO
EMILY R. BISHOP
5040 Shoreham Place
San Diego, CA 92122
Telephone: (619) 525-3990
Facsimile: (619) 525-3991
E-mail: brobbins@robbinsllp.com
csmith@robbinsllp.com
ecarrino@robbinsllp.com
ebishop@robbinsllp.com

6. Plaintiffs' Lead Counsel shall have sole authority to speak for plaintiffs in matters regarding pre-trial procedure, trial, and settlement negotiations and shall make all work

assignments in such manner as to facilitate the orderly and efficient prosecution of this litigation and to avoid duplicative or unproductive effort.

7. Plaintiffs' Lead Counsel will be responsible for coordinating all activities and appearances on behalf of plaintiffs. No motion, request for discovery, or other pre-trial or trial proceedings will be initiated or filed by any plaintiffs except through plaintiffs' Lead Counsel.

8. No pleadings or other papers shall be filed or discovery conducted by any plaintiff on behalf of plaintiffs except as directed or undertaken by plaintiffs' Lead Counsel.

9. Defendants' counsel may rely upon all agreements made with any of plaintiffs' Lead Counsel, or other duly authorized representative of plaintiffs' Lead Counsel, and such agreements will be binding on plaintiffs.

10. Liaison Counsel for plaintiffs for the conduct of this Consolidated Action shall be:

COOCH AND TAYLOR, P.A.
Blake A. Bennett (#5133)
The Nemours Building
1007 N. Orange St., Suite 1120
Wilmington, DE 19801
Telephone: (302) 984-3800
Facsimile: (302) 984-3939
E-mail: bbennett@coochtaylor.com

11. Plaintiffs' Liaison Counsel shall be available and responsible for communications to and from this Court, including distributing orders and other directions from the Court to counsel. Plaintiffs' Liaison Counsel shall be responsible for creating and maintaining a master service list of all parties and respective counsel.

12. Plaintiffs' Executive Committee shall be:

GAINEY McKENNA & EGLESTON
Thomas J. McKenna
Gregory M. Egleston
501 Fifth Avenue, 19th Floor
New York, NY 10017

Telephone: (212) 983-1300
Facsimile: (212) 983-0383
E-mail: tjmkenna@gme-law.com
gegleston@gme-law.com

13. Plaintiffs' Executive Committee shall consult on all strategic decisions regarding the litigation and any potential resolution of the Consolidated Action, and work in support of the litigation in coordination with Lead Counsel.

14. When a case which properly belongs as part of the *In re The Chemours Company Stockholder Derivative Litigation*, Lead C.A. No. 1:20-cv-00989-CFC, is hereafter filed in this Court, reassigned to this Court, or transferred here from another court, this Court requests the assistance of counsel in calling to the attention of the Clerk of the Court the filing, reassignment, or transfer of any case which might properly be consolidated as part of the *In re The Chemours Company Stockholder Derivative Litigation*, Lead C.A. No. 1:20-cv-00989-CFC.

15. Within thirty (30) days of the entry of an order consolidating the Related Derivative Actions, the parties shall meet and confer and submit a proposed schedule for the Court's approval.

16. Pursuant to Fed. R. Civ. P. 5(b)(2)(E), all parties consent to service by e-mail of any document required to be served in the Consolidated Derivative Action.

Dated: August 7, 2020

COOCH AND TAYLOR, P.A.

/s/ Blake A. Bennett

Blake A. Bennett (#5133)
The Nemours Building
1007 N. Orange St., Suite 1120
Wilmington, DE 19801
Telephone: (302) 984-3800
Facsimile: (302) 984-3939
E-mail: bbennett@coochtaylor.com

ROBBINS LLP
BRIAN J. ROBBINS

CRAIG W. SMITH
ERIC M. CARRINO
EMILY R. BISHOP
5040 Shoreham Place
San Diego, CA 92122
Telephone: (619) 525-3990
Facsimile: (619) 525-3991
E-mail: brobbins@robbinsllp.com
csmith@robbinsllp.com
ecarrino@robbinsllp.com
ebishop@robbinsllp.com

*Proposed Lead and Liaison Counsel for
Plaintiffs and Counsel for Plaintiff Lesley
Savage*

Dated: August 7, 2020

O'KELLY & ERNST, LLC

/s/Ryan M. Ernst

Ryan M. Ernst (#4788)
824 N. Market Street, Suite 1001A
Wilmington, DE 19801
Telephone (302) 778-4000
E-mail: rernst@oelegal.com

GAINEY McKENNA & EGLESTON

Thomas J. McKenna
Gregory M. Egleston
501 Fifth Avenue, 19th Floor
New York, NY 10017
Telephone: (212) 983-1300
Facsimile: (212) 983-0383
E-mail: tjmckenna@gme-law.com
gegleston@gme-law.com

*Proposed Executive Committee, Additional
Counsel for Plaintiffs and Counsel for Plaintiff
Brason Lee*

Dated: August 7, 2020

FRIEDLANDER & GORRIS, P.A.

/s/ Joel Friedlander

Joel Friedlander (Bar No. 3163)
Christopher M. Foulds (Bar No. 5169)
Christopher P. Quinn (Bar No. 5823)
FRIEDLANDER & GORRIS, P.A.
1201 N. Market Street, Suite 2200
Wilmington, Delaware 19801
Telephone: (302) 573-3500
Facsimile: (302) 573-3501
E-mail: jfriedlander@friedlandergorris.com
cfoulds@friedlandergorris.com
cquinn@friedlandergorris.com

*Attorneys for Defendants Mark P. Vergnano,
Mark E. Newman, Richard H. Brown, Curtis V.
Anastasio, Bradley J. Bell, Mary B. Cranston,
Curtis J. Crawford, Dawn L. Farrell, Sean D.
Keohane, Erin N. Kane, Stephen D. Newlin,
and The Chemours Company*

IT IS SO ORDERED.

DATED:

HONORABLE COLM F. CONNOLLY
UNITED STATES DISTRICT COURT